

**EVANS**  
PRODUCTS COMPANY

Paul J. Graf  
Group Attorney  
Transportation Systems & Industrial Group

The East Tower  
2550 Golf Road  
Rolling Meadows, Illinois 60008

RECORDATION NO. 8829-6 Filed 1425

FEB 27 1984 -9 40 AM

INTERSTATE COMMERCE COMMISSION

Telephone 312/640-7000

February 22, 1984

FEB 27 1984 -9 40 AM

Mrs. Mildred Lee  
Secretary

Interstate Commerce Commission  
Washington, DC 20423

INTERSTATE COMMERCE COMMISSION

RECORDATION NO. 8829-R Filed 1425

FEB 27 1984 -9 40 AM

Dear Mrs. Lee:

INTERSTATE COMMERCE COMMISSION

I have enclosed three originals of the document described below to be recorded pursuant to Section 11303 of Title 49 U.S. Code.

The documents included are a Supplemental Agreement, Bill of Sale and Bill of Sale Reconveyance, secondary documents dated 9/1/83.

The primary document to which these are connected is recorded under Recordation No. 8829.

The names and addresses of the parties to the documents are as follows:

Trustee: Continental Illinois National Bank  
30 N. LaSalle Street  
Chicago, IL

Borrower: Evans Railcar Leasing Company  
2550 Golf Road  
Rolling Meadows, IL 60008

A description of the equipment covered by the document follows:  
Destroyed Equipment: 4 3600 c.f. Covered Hoppers, EELX 10113, 10099, 10106, (formerly PS 1077, 1062, 1005, 1054), AAR# H350, 1 70-ton 50'6" Boxcar, TPW 70001, AAR# B209, 1 50' 70-ton Boxcar, YAN 155011, (formerly LW 1039), AAR# B209.  
Substitute Equipment: 10 52'6" 100-ton gondola cars, IHRC 3587, 3589, 3591-3594, 3596, 3598-3600; AAR# G212.

A fee of \$30.00 is enclosed. Please return two originals not needed by the Commission for recordation to Paul J. Graf, Evans Products Company, 2550 Golf Road, Rolling Meadows, IL 60008.

A short summary of the document to appear in the index follows:  
Supplemental Agreement, Bill of Sale and Bill of Sale  
Reconveyance pursuant to a Trust Agreement, Recordation Number  
8829, between Evans Railcar Leasing Company, 2550 Golf Road,  
Rolling Meadows, IL 60008, Borrower; and Continental Illinois  
National Bank, 30 N. LaSalle Street, Chicago, IL, Trustee, dated  
9/1/83 and covering:

Destroyed Equipment: 4 3600 c.f. Covered Hoppers, EELX 10113,  
10099, 10106, (formerly PS 1077, 1062, 1005, 1054), AAR# H350, 1  
70-ton 50'6" Boxcar, TPW 70001, AAR# B209, 1 50' 70-ton Boxcar,  
YAN 155011, (formerly LW 1039), AAR# B209.

Substitute Equipment: 10 52'6" 100-ton gondola cars, IHRC 3587,  
3589, 3591-3594, 3596, 3598-3600; AAR# G212.

Very truly yours,

Paul J. Graf

PJG:sm

Enclosure

FEB 27 1984 : 9 40 AM

SUPPLEMENTAL AGREEMENT

INTERSTATE COMMERCE COMMISSION

THIS SUPPLEMENTAL AGREEMENT dated as of September 1, 1983 is by and between Continental Illinois National Bank & Trust Company of Chicago (hereinafter called the "Trustee") and Evans Railcar Leasing Company (successor to United States Railway Leasing Company and United States Railway Equipment Company), an Illinois corporation (hereinafter called the "Company").

W I T N E S S E T H:

WHEREAS, the Trustee and the Company have executed and delivered with and to each other that certain Equipment Trust Agreement Series 13 dated as of April 1, 1977 (hereinafter called the "Agreement"); and

WHEREAS, the Agreement was recorded with the Interstate Commerce Commission in accordance with 49 U.S.C. Section 11303 and assigned Recordation No. 8829; and

WHEREAS, pursuant to Section 4.06 of the Agreement, the Company has or will have requested the Trustee to pay over to the Company an amount in cash deposited with the Trustee on account of Destroyed Equipment (as hereinafter defined) as required by Section 4.08 of the Agreement and has or will have sold, assigned and transferred to the Trustee in substitution, therefore, Substitute Equipment (as hereinafter defined); and

WHEREAS, the Company and the Trustee desire to modify and amend the Agreement to release and delete therefrom the Destroyed Equipment and to encumber thereby and substitute therefor the Substitute Equipment.

NOW, THEREFORE, in consideration of the promises, covenants and agreements hereinafter set forth, it is agreed by and between the parties hereto that:

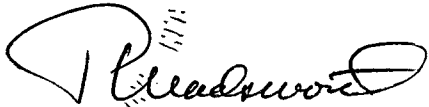
1. The Agreement is hereby amended by releasing from the lien thereof and deleting from Schedule A thereof, the units of Trust Equipment (herein called "Destroyed Equipment") described in Exhibit A hereto.
2. The Agreement is hereby amended by subjecting to the lien thereof and adding to Schedule A thereof, the units of Equipment (herein called "Substitute Equipment") described in Exhibit B hereto.
3. The Company will mark or cause to be marked the Substitute Equipment as provided in Section 4.07 of the Agreement.

4. The terms "Equipment" and "Trust Equipment" as used in the Agreement shall hereafter, for all purposes, include the Substitute Equipment and shall not hereafter include the Destroyed Equipment.
5. The Company will promptly cause this Supplemental Agreement for the Substitute Equipment to be filed and recorded in accordance with 49 U.S.C. Section 11303.
6. Except as amended and supplemented hereby, the Agreement shall remain unaltered and in full force and effect.

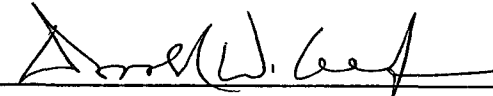
IN WITNESS WHEREOF, the parties hereto have caused this Supplemental Agreement to be duly executed as of the 1<sup>st</sup> day of September, 1983.

[CORPORATE SEAL]

ATTEST:

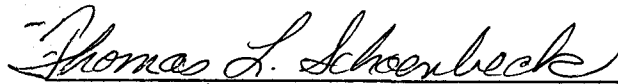
  
\_\_\_\_\_  
Trust Officer

CONTINENTAL ILLINOIS NATIONAL  
BANK & TRUST COMPANY OF CHICAGO\_

By:   
\_\_\_\_\_  
VICE PRESIDENT

[CORPORATE SEAL]

ATTEST:

  
\_\_\_\_\_  
Assistant Secretary

EVANS RAILCAR LEASING COMPANY

By:   
\_\_\_\_\_  
Vice President

## EXHIBIT A

## SERIES 13

"DESTROYED EQUIPMENT"

| <u>Number of Cars</u> | <u>Car Type</u>                 | <u>Car Numbers</u>               |
|-----------------------|---------------------------------|----------------------------------|
| 1                     | 3600 c.f. 100-ton Hopper<br>Car | EELX 10113<br>(formerly PS1077)  |
| 1                     | 3600 c.f. 100-ton Hopper<br>Car | EELX 10099<br>(formerly PS1062)  |
| 1                     | 3600 c.f. 100-ton Hopper<br>Car | EELX 10106<br>(formerly PS1005)  |
| 1                     | 3600 c.f. 100-ton Hopper<br>Car | EELX 10098<br>(formerly PS1054)  |
| 1                     | 70-ton 50'6" Boxcar             | TPW 70001                        |
| 1                     | 50' 70-ton Boxcar               | YAN 155011<br>(formerly LW 1039) |

EXHIBIT B

SERIES 13

"SUBSTITUTE EQUIPMENT"

| <u>Number of Cars</u> | <u>Car Type</u>            | <u>Car Numbers</u>                              |
|-----------------------|----------------------------|---|
| 10                    | 52'6" 100-ton gondola cars | IHRC 3587,3589,<br>3591-3594,3596,<br>3598-3600 |

STATE OF

CITY AND COUNTY OF

On this 1st day of SEPTEMBER, 1983, before me personally appeared DONALD W. ALFVIN and P. WADSWORTH, to me personally known, who, being by me duly sworn, say that they are Vice President and Trust Officer, respectively, of CONTINENTAL ILLINOIS NATIONAL BANK & TRUST COMPANY OF CHICAGO, that one of the seals affixed to the foregoing instrument is the corporate seal of said corporation, and that said instrument was signed and sealed on behalf of said corporation by authority of its Board of Directors and they acknowledged that the execution of the foregoing instrument was the free act and deed of said corporation.

My commission expires:

My Commission Expires July 2, 1984

V. Wadsworth  
Notary Public

STATE OF ILLINOIS

COUNTY OF COOK

On this 1st day of September, 1983, before me personally appeared Paul R. Leach and Thomas J. Schoenbeck, to me personally known, who, being by me duly sworn, say that they are Vice President and Assistant Secretary, respectively of EVANS RAILCAR LEASING COMPANY, that one of the seals affixed to the foregoing instrument is the seal of said corporation, that said instrument was signed and sealed on behalf of said corporation by authority of its Board of Directors, and they acknowledged that the execution of the foregoing instrument was the free act and deed of said corporation.

My commission expires:

2-4-85  
Susan S. Muehlfelder  
Notary Public